

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

GUARDIAN INDUSTRIES CORP.,

V.

Plaintiff,

Case No.: 05-27-SLR

DELL, INC.; GATEWAY, INC.; HEWLETT-PACKARD CO.;
ACER INC.; ACER AMERICA CORP.; AOC INTERNATIONAL;
ENVISION PERIPHERALS, INC.; TPV TECHNOLOGY, LTD.;
TPV INTERNATIONAL (USA), INC.; AU OPTRONICS CORP.;
AU OPTRONICS CORPORATION AMERICA
a/k/a AU OPTRONICS AMERICA, INC.; BENQ CORP.;
BENQ AMERICA CORP.; CHUNGHWIA PICTURE TUBES, LTD.
a/k/a CHUNGHWIA PICTURE TUBES CO.;
TATUNG CO.; TATUNG CO. OF AMERICA, INC.;
BOE HYDIS TECHNOLOGY CO., LTD.;
BOE HYDIS AMERICA INC.; CHI MEI OPTOELECTRONICS;
COMPAL ELECTRONICS, INC.; HANNSTAR DISPLAY CORP.;
JEAN CO., LTD.; LITE-ON TECHNOLOGY CORP.;
LITE-ON, INC. a/k/a LITEON TRADING USA, INC.;
MAG TECHNOLOGY CO., LTD.;
MAG TECHNOLOGY USA, INC.;
PROVIEW INTERNATIONAL HOLDINGS, LTD.;
PROVIEW TECHNOLOGY, INC.;
PROVIEW ELECTRONICS CO., LTD.; and
QUANTA DISPLAY, INC.

Defendants.

GUARDIAN'S REPLY TO LITE-ON TECHNOLOGY CORPORATION AND LITE-ON, INC.'S COUNTERCLAIMS

Guardian Industries Corp. (“Guardian”) replies to Lite-On Technology Corporation’s and Lite-On, Inc.’s (collectively, “Lite-On”) counterclaims as follows:

REPLY TO COUNTERCLAIMS

116. Admitted.
117. Admitted.
118. Admitted

119. Guardian admits that Lite-On's counterclaims include claims for declaratory judgment of non-infringement and invalidity and that this Court has jurisdiction over the subject matter of these particular counterclaims, but denies that the counterclaims have any merit and denies that Lite-On is entitled to any of the relief sought in their counterclaims or Prayer. Guardian denies any and all remaining averments in Paragraph 119 of Lite-On's counterclaim.

120. Admitted.

121. Guardian admits that venue is proper in this Court.

122. Guardian repeats and incorporates by reference its responses to paragraphs 116-121.

123. Guardian admits that there exists an actual controversy between Guardian and Lite-On concerning infringement of the '214, '187, '065 and '588 patents. Guardian denies any and all remaining averments in Paragraph 123 of Lite-On's counterclaims.

124. Denied.

125. Denied.

126. Guardian repeats and incorporates by reference its responses to paragraphs 116-121.

127. Denied.

128. Denied.

129. Denied.

130. Paragraph 130 of Lite-On's filing contains no allegation that necessitates any admission or denial from Guardian.

WHEREFORE Guardian respectfully submits that Lite-On's counterclaims should be dismissed, with costs assessed against Lite-On, and seeks such further relief as the Court deems appropriate.

* * * * *

Dated: May 23, 2005

/s/ Richard K. Herrmann

Richard K. Herrmann (I.D. No. 405)
MORRIS JAMES HITCHENS & WILLIAMS
222 Delaware Avenue, 10th Floor
Wilmington, Delaware 19801
302.888.6800
rherrmann@morrisjames.com

Robert G. Krupka, P.C.
Bryan S. Hales
Craig D. Leavell
Meredith Zinanni
Eric D. Hayes
KIRKLAND & ELLIS LLP
200 East Randolph Drive
Chicago, Illinois 60601
(312) 861-2000

Counsel for Plaintiff Guardian Industries Corp.

CERTIFICATE OF SERVICE

I hereby certify that on the 23rd day of May, 2005, I electronically filed the foregoing document, **GUARDIAN'S REPLY TO LITE-ON TECHNOLOGY CORPORATION AND LITE-ON, INC.'S COUNTERCLAIMS**, with the Clerk of the Court using CM/ECF which will send notification of such filing to the following:

Richard L. Horwitz, Esq.
 David E. Moore, Esq.
 Potter Anderson & Corroon
 Hercules Plaza, 6th Floor
 1313 N. Market Street
 Wilmington, DE 19801

Robert W. Whetzel, Esq.
 Matthew W. King, Esq.
 Richards, Layton & Finger, P.A.
 One Rodney Square
 Wilmington, DE 19801

Gerard M. O'Rourke, Esq.
 Connolly Bove Lodge & Hutz LLP
 1007 North Orange Street, P.O. Box 2207
 Wilmington, Delaware 19899-2207

Josy W. Ingersoll, Esq.
 Young, Conaway, Stargatt & Taylor LLP
 The Brandywine Building
 1000 West Street, 17th Floor
 Wilmington, DE 19801

Additionally, I hereby certify that on the 23rd day of May, 2005, the foregoing document was served via email on the following non-registered participants:

Daniel T. Shvodian, Esq.
 Teresa M. Corbin, Esq.
 Howrey LLP
 301 Ravenswood Avenue
 Menlo Park, CA 94025-3434
shvodiand@howrey.com
corbint@howrey.com

Roderick B. Williams, Esq.
 Avelyn M. Ross, Esq.
 Vinson & Elkins
 2801 Via Fortuna, Suite 100
 Austin, TX 78746-7568
rickwilliams@velaw.com
aross@velaw.com

York M. Faulkner, Esq.
 Finnegan Henderson Farabow Garrett & Dunner
 Two Freedom Square
 11955 Freedom Drive
 Reston, VA 20190-5675
york.faulkner@finnegan.com

Peter J. Wied, Esq.
 Alschuler Grossman Stein & Kahan LLP
 1620 26th Street, Fourth Floor, N Tower
 Santa Monica, CA 90404-4060
pwied@agsk.com

Robert J. Gunther, Jr., Esq.
Kurt M. Rogers
Latham & Watkins
885 Third Avenue
New York, NY 10022
robert.gunther@lw.com
kurt.rogers@lw.com

Jeffrey A. Snyder, Esq.
Thoits, Love, Hershberger & McLean
245 Lytton Avenue, Suite 300
Palo Alto, CA 94301
jsnyder@thoits.com

Robert C. Weems, Esq.
Baum & Weems
58 Katrina Lane
San Anselmo, CA 94960
rcweems@comcast.net

E. Robert Yoches, Esq.
Finnegan Henderson Farabow Garrett & Dunner
901 New York Avenue, NW
Washington, DC 20001
bob.yoches@finnegan.com

/s/ Richard K. Herrmann

Richard K. Herrmann (#405)
MORRIS, JAMES, HITCHENS & WILLIAMS LLP
222 Delaware Avenue, 10th Floor
Wilmington, Delaware 19801
302.888.6800
rherrmann@morrisjames.com

Counsel for Plaintiff Guardian Industries Corp.